

**IN THE CHANCERY COURT FOR DAVIDSON COUNTY, TENNESSEE
TWENTIETH JUDICIAL DISTRICT AT NASHVILLE**

| | | |
|--|---|----------------------|
| STATE OF TENNESSEE, |) | |
| |) | |
| Plaintiff, |) | |
| |) | |
| v. |) | No. 04-727-IV |
| |) | |
| |) | |
| VINCENT GOULD, individually and doing |) | |
| business as WE THE PEOPLE FORMS AND |) | |
| SERVICE CENTER OF NASHVILLE; |) | |
| SHANNON GOULD, individually and doing |) | |
| business as WE THE PEOPLE FORMS AND |) | |
| SERVICE CENTER OF NASHVILLE; WE |) | |
| THE PEOPLE OF NASHVILLE, TN, INC., |) | |
| a Tennessee Corporation; KRISTIN MOTLEY, |) | |
| individually and doing business as WE THE |) | |
| PEOPLE FORMS AND SERVICE CENTER |) | |
| OF KNOXVILLE; MOTLEY 4, LLC, a |) | |
| Tennessee Limited Liability Company; WE |) | |
| THE PEOPLE OF KNOXVILLE, TN, INC., |) | |
| a Tennessee Corporation; and WE THE |) | |
| PEOPLE FORMS AND SERVICE CENTERS |) | |
| USA, INC., a California Corporation, |) | |
| |) | |
| Defendants. |) | |

FIRST AMENDMENT TO COMPLAINT

The State of Tennessee hereby amends its Complaint in this case in the following particulars:

1. By adding the new Defendants to the caption of the Complaint: “We The People of Nashville, TN, Inc., a Tennessee Corporation; Kristin Motley, individually and doing business as We The People Forms and Service Center of Knoxville; Motley 4, LLC, a Tennessee Limited Liability Company; and We The People of Knoxville, TN, Inc., a Tennessee Corporation.”

2. By adding the following new paragraphs to the “Defendants” section of the Complaint:

“4A. Defendant We The People of Nashville, TN, Inc. (WTP-Nashville) is a Tennessee Corporation owned by Ira Distenfield and Linda Distenfield. WTP-Nashville is located at 86 Thompson Lane, Nashville, Tennessee, and is the successor franchise for Vincent Gould and Shannon Gould.”

“4B. Defendant Kristin Motley (hereinafter Motley) has been or is currently a franchisee of WTPUSA operating in Knoxville, Tennessee. Motley has operated a WTPUSA franchise in Knoxville as a predecessor to, or joint venturer with, WTP-Knoxville. This franchise is located at 8161 Kingston Pike, Knoxville, Tennessee.”

“4C. Defendant Motley 4, LLC is a Tennessee Limited Liability Company organized and owned by Defendant Kristin Motley and Michael T. Motley. Motley 4, LLC was doing business as We The People Forms and Service Center of Knoxville.”

“4D. Defendant We The People of Knoxville, TN, Inc. (WTP-Knoxville) is a Tennessee Corporation owned by Ira Distenfield and Linda Distenfield. WTP-Knoxville is located at 8161 Kingston Pike, Knoxville, Tennessee, and is, upon information or belief, the successor franchise for Kristin Motley.”

3. By adding the following new paragraphs to the “Factual Allegations” section of the Complaint:

“83A. Defendants WTP-Nashville, Motley, Motley 4, LLC and WTP-Knoxville have engaged in conduct virtually identical to conduct alleged in paragraphs 5-83 above, except that one or more of these Defendants may have not used a Supervisory Attorney as alleged above.”

“83B. The Defendants’ foregoing conduct is unfair to consumers because it subjects them to unfair risks of monetary loss and unfair risks of harm to their legal interests.”

“83C. Defendants Vincent and Shannon Gould, through operation of WTPN, have been found by the U.S. Bankruptcy Court, Middle District of Nashville, to have engaged in the practice of law without a license, which amounts to unfair and deceptive conduct under 11 U.S.C. § 110(i). *In re Finch*, No. 303-12952, 303-0918A, 303-12945, 303-0916A, 303-13537, 303-0915A, 303-09111, 303-0475A, 2004 WL 2272152 at *19 (Bankr.M.D.Tenn. Oct. 6, 2004). Defendants WTPUSA, acting as Bankruptcy Petition Preparers, have also been found to have engaged in unfair and deceptive conduct under 11 U.S.C. § 110(i). *Id.* at *27.”

“83D. Defendant Kristin Motley has been found by the U.S. Bankruptcy Court, Eastern District of Tennessee, to have engaged in the unauthorized practice of law under Tennessee law. *In re Rose*, 314 B.R. 663, 705 (Bankr. E.D.Tenn. Aug. 18, 2004).

4. By adding the following new sections and paragraphs to Count I of the “Violations of the Law” section of the Complaint:

D. DEFENDANTS WE THE PEOPLE OF NASHVILLE, TN, INC., KRISTIN MOTLEY, MOTLEY 4, LLC, AND WE THE PEOPLE OF KNOXVILLE, TN, INC.

105A. Plaintiff incorporates by reference and realleges each and every allegation contained in Paragraphs (5) - (83D) of this Complaint.

105B. Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have been and/or are engaging in “law business,” engaging in the “practice of law,” and performing legal services for persons within the State of Tennessee as defined in Tenn. Code Ann. § 23-3-101 *et seq.*

105C. By soliciting clients through advertisements and promotions which state that We The People can provide legal document services, Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have been and/or are engaging in “law business” and the “practice of law” pursuant to Tenn. Code Ann. §§ 23-3-101(1) and (2).

105D. By assisting or procuring in the drawing of legal documents for a valuable consideration, Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have been and/or are engaging in “law business” and the “practice of law” pursuant to Tenn. Code Ann. §§ 23-3-101(1) and (2).

105E. By advising or counseling consumers for a valuable consideration regarding secular laws, Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have been and/or are engaging in “law business” pursuant to Tenn. Code Ann. § 23-3-101(1).

105F. By acting in a representative capacity for a valuable consideration, Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have been and/or are engaging in “law business” and the “practice of law” pursuant to Tenn. Code Ann. § 23-3-101(1) and (2).

105G. By engaging in the “law business” and “practice of law” without having been duly licensed, Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have been and/or are engaged in the unlawful practice of law, in violation of Tenn. Code Ann. § 23-3-103(a).

105H. By continuing to hold themselves out as authorized to prepare and assist in the preparation of legal pleadings to be used in court proceedings, despite the fact that none of the Defendants are licensed to practice law in the State of Tennessee, Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville continue to violate Tenn. Code Ann. § 23-3-103 by engaging in “law business” and the “practice of law” without a law license issued by the State of Tennessee.

5. By adding the following new sections and paragraphs to Count II of the “Violations of the Law” section of the Complaint:

“117A. By engaging in unfair conduct which subjected consumers to unfair risks of monetary loss and unfair risks of harm to their legal interests, Defendant Vincent Gould violated Tenn. Code Ann. § 47-18-104(a).”

“129A. By engaging in unfair conduct which subjected consumers to unfair risks of monetary loss and unfair risks of harm to their legal interests, Defendant Shannon Gould violated Tenn. Code Ann. § 47-18-104(a).”

“141A. By engaging in unfair conduct which subjected consumers to unfair risks of monetary loss and unfair risks of harm to their legal interests, Defendant WTPUSA violated Tenn. Code Ann. § 47-18-104(a).”

D. DEFENDANTS WE THE PEOPLE OF NASHVILLE, TN. INC., KRISTIN MOTLEY, MOTLEY 4, LLC, AND WE THE PEOPLE OF KNOXVILLE, TN. INC.

“141B. Plaintiff incorporates by reference and realleges each and every allegation contained in Paragraphs (5) - (83D) of this Complaint.

“141C. Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville’s offering of legal services to consumers, as alleged herein, constitutes the offering of or providing of “goods” and/or “services” and constitutes “trade,” “commerce” and/or a “consumer transaction” as defined in Tenn. Code Ann. §§ 47-18-103 (5), (10) and (11).”

“141D. All of the acts and practices engaged in and employed by Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville, as alleged herein, are “unfair or deceptive acts or practices affecting the conduct of any trade or commerce” in Tennessee, which are declared unlawful by Tenn. Code Ann. § 47-18-104(a).”

“141E. Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have caused likelihood of confusion or of misunderstanding as to the source and approval of their services, in violation of Tenn. Code Ann. § 47-18-104(b)(2).”

“141F. Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have caused likelihood of confusion or of misunderstanding as to the affiliation, connection or association with, or certification by, another, in violation of Tenn. Code Ann. § 47-18-104(b)(3).”

“141G. Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have misrepresented that their services have approval, characteristics, uses or benefits of legal expertise that Defendants do not have, in violation of Tenn. Code Ann. § 47-18-104(b)(5).”

“141H. Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have misrepresented that their services are of a particular standard, quality, or grade, in violation of Tenn. Code Ann. § 47-18-104(b)(7).”

“141I. Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have represented or implied that a consumer transaction confers or involves rights, remedies or obligations that it does not have or involve, in violation of Tenn. Code Ann. § 47-18-104(b)(12).”

“141J. Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have used statements or illustrations in advertisements which create a false impression of the quality, value, or origin of the goods or services offered, in violation of Tenn. Code Ann. § 47-18-104(b)(21).”

“141K. By accepting payment for legal services and failing to deliver as alleged in paragraphs (5) - (83D), Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have engaged in conduct in violation of Tenn. Code Ann. §§ 47-18-104(a) and (b)(27).”

“141L. By failing to clearly and conspicuously disclose to consumers that Defendants have not met the State’s requirements to practice law and Defendants cannot legally offer legal services, including the preparation of legal documents without a valid law license or the assistance of an attorney as alleged in paragraphs (5) - (83D), Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville have violated Tenn. Code Ann. §§ 47-18-104(a) and (b)(27).”

“141M. All of the acts and practices engaged in and employed by Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville, as alleged herein, are deceptive to consumers in violation of Tenn. Code Ann. § 47-18-104(b)(27).”

“141N. By engaging in unfair conduct which subjected consumers to unfair risks of monetary loss and unfair risks of harm to their legal interests, Defendants WTP-Nashville, Kristin Motley, Motley 4, LLC, and WTP-Knoxville violated Tenn. Code Ann. § 47-18-104(a).”

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that a true and exact copy of the foregoing document was hand-delivered,
faxed and or mailed to the following individuals on the 1st day of November, 2004:

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